

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF AN UNDIVIDED PART OF ASSIGNOR'S INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Headwaters Incorporated		12/07/2007	CORPORATION: UTAH
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Best Masonry & Tool Supply, LLC		
<b>Street Address:</b>	10653 South Riverfront Parkway		
<b>Internal Address:</b>	Suite 300		
<b>City:</b>	South Jordan		
<b>State/Country:</b>	UTAH		
<b>Postal Code:</b>	84095		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: TEXAS		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2160040	MAGNAWALL	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(216)642-8826		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	216-642-3342		
<b>Email:</b>	whvipgroup@wegmanlaw.com		
<b>Correspondent Name:</b>	Wegman, Hessler & Vanderburg		
<b>Address Line 1:</b>	6055 Rockside Woods Blvd.		
<b>Address Line 2:</b>	Suite 200		
<b>Address Line 4:</b>	Cleveland, OHIO 44131		
<b>ATTORNEY DOCKET NUMBER:</b>	020356 236G1		
<b>NAME OF SUBMITTER:</b>	Bruce E. Peacock		
<b>Signature:</b>	/bep/		

CH \$40.00 2160040

Date:

12/12/2007

Total Attachments: 1

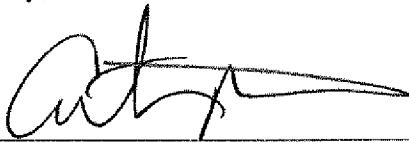
source=Executed Assignment US Trademark Reg 2160040 (Quitclaim)#page1.tif

ASSIGNMENT OF U.S. TRADEMARK  
AND  
U.S. TRADEMARK REGISTRATION - MAGNAWALL 2,160,040  
(QUITCLAIM)

WHEREAS, Headwaters Incorporated, a Utah corporation (hereinafter "ASSIGNOR"), has obtained an undivided part interest in the U.S. Trademark and U.S. Trademark Registration for MAGNAWALL 2,160,040 (hereinafter "The Trademark") and Best Masonry & Tool Supply, LLC, a Texas Limited Liability Company (hereinafter "ASSIGNEE") desires to acquire all right, title and interest in the Trademark that ASSIGNOR may have.

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, ASSIGNOR hereby assigns to ASSIGNEE all right, title and interest in and to the Trademark together with the goodwill of the business symbolized by the Trademark that it, ASSIGNOR, may have.

HEADWATERS RESOURCES, INC.  
136 E. Temple  
Suite 1300  
Salt Lake City, Utah 84111

By:   
Title: Secretary  
Date: 12/7/2007